

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X	
ARUBA HOTEL ENTERPRISES N.V.,	:
	:
Plaintiff,	:
	:
v.	:
	:
MICHAEL BELFONTI, BELFONTI HOLDINGS:	:
LLC, and BELFONTI CAPITAL PARTNERS,	:
LLC,	:
	:
Defendants.	:
----- X	

3:07 Civ. 07564 (PAC)
ECF FILING
DECLARATION OF MICHAEL T. MERVIS

I, MICHAEL T. MERVIS, declare as follows:

1. I am a member of Proskauer Rose LLP, counsel for plaintiff Aruba Hotel Enterprises, N.V. (“AHE”) in the above-captioned matter. I respectfully submit this Declaration in support of AHE’s motion for summary judgment and, specifically, to present to the Court certain deposition testimony and other documents pertaining to AHE’s motion.

2. Annexed as Exhibit A is a true and correct copy of Defendants’ Responses and Objections to Plaintiff’s First Set of Interrogatories in an action pending in the Supreme Court of the State of New York, New York County, entitled *Petra Fund REIT Corp. v. Michael Belfonti, et al.*, Index No. 07/602437.

3. Annexed as Exhibit B is a true and correct copy of “Stipulated Admissions” filed by the defendants in an action pending in the United States District Court for the District of Connecticut, entitled *Aruba Hotel Enterprises N.V. v. Michael Belfonti, et al.*, No. 3:07 Civ. 01297 (JCH).

4. Annexed as Exhibit C are true and correct copies of pages from the transcript of the deposition of Michael Belfonti, taken on April 29, 2008.

5. Annexed as Exhibit D is a true and correct copy of Exhibit Belfonti-7, which was marked during the above-referenced deposition of Michel Belfonti.

6. Annexed as Exhibit E are true and correct copies of pages from the transcript of the deposition of Victoria Carpenter, taken on May 27, 2008.

7. Annexed as Exhibit F are true and correct copies of pages from the transcript of the deposition of Dana Eric Friedman, taken on April 17, 2008.

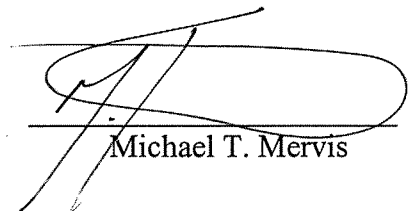
8. Annexed as Exhibit G is a true and correct copy of the English translation of the petition filed by Belfonti Holdings LLC, Belfonti Capital Partners LLC, MCR Property Management Inc. and CEB Irrevocable Trust (collectively, the "Aruba Claimants") against AHE in the Court of First Instance in Aruba, dated August 24, 2007 (the "Aruba Proceeding").

9. Annexed as Exhibit H is a true and correct copy of the English translation of AHE's statement of answer in the Aruba Proceeding, dated April 2, 2008.

10. Annexed as Exhibit I is a true and correct copy of the English translation of the Aruba Claimants' defense in counterclaim and deed of amendment of claim in the Aruba Proceeding, dated May 7, 2008.

11. Annexed as Exhibit J is a true and correct copy of the English translation of AHE's rejoinder in the Aruba Proceeding, dated July 2, 2008.

Executed this 23rd day of July 2008 in New York, New York. I declare under penalty of perjury that the foregoing is true and correct.



Michael T. Mervis